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Official Public Records

Tarrant County Texas

1/18/2011 10:42 AM

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Mary Louie Garrison

PGS 4 \$28.00

BY EXCHANGE
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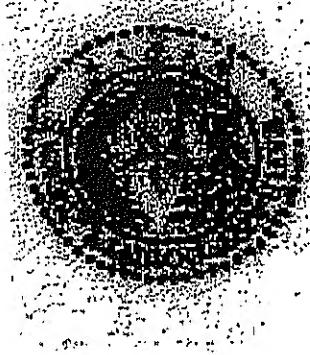
WARNING - THIS IS PART OF THE OFFICIAL RECORD

DO NOT DESTROY

FOR T WORTH, TX 76196-0401
100 WEST WEAHREFORD
TARRANT COUNTY COURTHOUSE
TARRANT COUNTY CLERK
SUZANNE HENDERSON

Submitter: CHESAPEAKE OPERATING, INC

OKLAHOMA CITY, OK 73154
P.O. BOX 18496
ATTN: RECORDING TEAM
CHESAPEAKE ENERGY CORP.



NOTICE OF CONFIDENTIALITY RIGHTS: IF YOU ARE A NATURAL PERSON, YOU MAY REMOVE OR STRIKE ANY OF THE FOLLOWING INFORMATION FROM THIS INSTRUMENT BEFORE IT IS FILED FOR RECORD IN THE PUBLIC RECORDS: YOUR SOCIAL SECURITY NUMBER OR YOUR DRIVER'S LICENSE NUMBER.

AMENDMENT AND EXTENSION TO OIL, GAS, AND MINERAL LEASE

Reference is hereby made to that certain Oil and Gas Lease (hereinafter referred to as "Subject Lease") dated the 7th day of December, 2007, by and between Serafin Pasillas and wife, Catalina Martinez, as Lessor, and Dale Property Services, L.L.C., as Lessee, whose address is 2100 Ross Ave Suite 1870 Dallas, TX 75201, which lease is recorded in Document # D208018086 of the Public Records of Tarrant County, Texas.

WHEREAS, ALL OF THE RIGHTS, TITLE AND INTEREST IN SAID LEASE WERE ULTIMATELY ASSIGNED TO AND ACQUIRED BY CHESAPEAKE EXPLORATION, LLC, WHOSE ADDRESS IS 6100 N WESTERN AVE, OKLAHOMA CITY, OKLAHOMA 73118; AND

WHEREAS, Total E&P USA, Inc., ("Total") whose address is 1201 Louisiana Street, Suite 1800, Houston, Texas, 77002, acquired an undivided 25% of Chesapeake's working interest in the aforementioned Lease and desires to amend the Lease as follows. Chesapeake and Total are herein collectively referred to as "Assignees".

WHEREAS, it is the desire of the parties to amend the Primary Term of said Lease.

NOW THEREFORE, the undersigned do hereby delete all references to three (3) in paragraph 2 of said Lease and in its place to hereby insert five (5) so that the primary term of the lease is five (5) years.

ADDITIONALLY, it is the desire of the parties to remove the option to extend from said Lease.

NOW THEREFORE, the undersigned do hereby delete paragraph 13 in its entirety from said Lease.

Furthermore the undersigned do hereby ratify, adopt and confirm said Lease as hereby amended, as a valid and subsisting Lease and the undersigned Lessor does hereby grant, demise, lease and let unto Assignees, the present owner of the Subject Lease, the premises described above, subject to and in accordance with all of the terms and provisions of the Subject Lease as hereby amended.

This agreement shall be binding upon and inure to the benefit of the parties hereto, their respective heirs, legal representatives, successors and assigns.

EXECUTED the 23 day of November, 2010, but for all purposes effective the 7th day, of December 2007.

Lessor: Serafin Pasillas

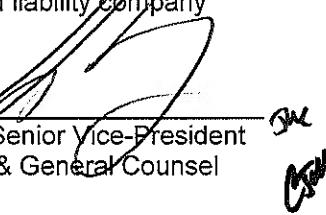

Serafin Pasillas

Lessor: Catalina Martinez


Catalina Martinez

Assignee:

Chesapeake Exploration, L.L.C.,
An Oklahoma limited liability company

By: 

Henry J. Hood, Senior Vice-President
Land and Legal & General Counsel

Assignee:

TOTAL E&P USA, INC.

By: 

Name: Eric Bonnin
Vice President, Business Development & Strategy

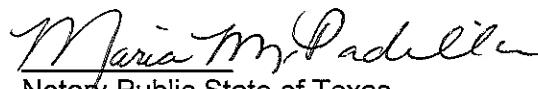
Title: _____

Acknowledgments

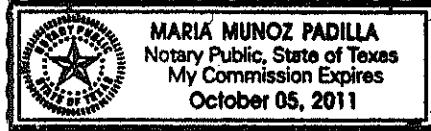
STATE OF TEXAS

COUNTY OF TARRANT

This instrument was acknowledged before me on 23 day of November, 2010,
by Serafin Pasillas and wife, Catalina Martinez



Notary Public State of Texas



STATE OF OKLAHOMA

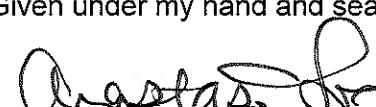
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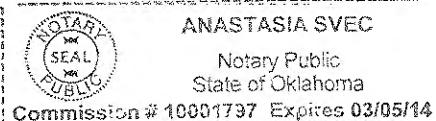
COUNTY OF OKLAHOMA

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This instrument was acknowledged before me on this 22nd day of December,
2010, by Henry J. Hood, as the Senior Vice President - Land and Legal & General Counsel of
Chesapeake Exploration, L.L.C., an Oklahoma limited liability company, on behalf of said limited
liability company.

Given under my hand and seal the day and year last above written.


Notary Public, State of Oklahoma
Notary's name (printed): Anastasia Svec
Notary's commission expires: 3/5/2014



STATE OF TEXAS)
COUNTY OF Harris)
) \$
)

The foregoing instrument was acknowledged before me this 11th day of January,
2010, by Eric Bonnin as Vice President, Business Development & Strategy
of TOTAL E&P, USA, Inc., a Delaware corporation, as the act and deed and on behalf of such
corporation.

JOY W PHILLIPS
NOTARY PUBLIC, STATE OF TEXAS
MY COMMISSION EXPIRES
JULY 31, 2012



Notary Public